

EXHIBIT A

{2343026;}

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION, CANTON**

In re:)	
)	Case No.10-64360
TWIN CITY HOSPITAL,)	
)	Chapter 11
Debtor.)	
)	Judge Russ Kendig
)	
)	

**DISCLOSURE OF COMPENSATION AND VERIFIED STATEMENT OF PAUL W.
LINEHAN IN SUPPORT OF DEBTOR'S APPLICATION FOR AUTHORITY TO
RETAIN AND EMPLOY MCDONALD HOPKINS LLC AS COUNSEL FOR THE
DEBTOR, NUNC PRO TUNC TO THE PETITION DATE**

PAUL W. LINEHAN states as follows:

1. I am a member of the law firm of McDonald Hopkins LLC ("McDonald Hopkins"), the offices of which are located at 600 Superior Avenue, East, Suite 2100, Cleveland, Ohio 44114-2653. I am a member in good standing of the Bar of Ohio and am admitted to practice before the United States District Court for the Northern District of Ohio. I make this Statement: (a) in support of the application for retention of McDonald Hopkins, *nunc pro tunc* to the petition date as, counsel for the above-captioned debtor and debtor in possession (the "Debtor"); and (b) in accordance with section 327 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code") and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

2. McDonald Hopkins is willing to serve as counsel for the Debtor in its chapter 11 case and to accept compensation for professional services rendered and reimbursement of expenses incurred in accordance with the provisions of sections 328, 330, and 331 of the Bankruptcy Code, the applicable Bankruptcy Rules, and the General Orders in effect in this

District. McDonald Hopkins intends to charge for its legal services in this chapter 11 case in accordance with its usual and customary billing practices. McDonald Hopkins' current hourly rates for its professionals and paraprofessionals are as follows:

<u>Billing Category</u>	<u>Range</u>
Members	\$305 - \$660
Of Counsel	\$295 - \$580
Associates	\$200 - \$380
Paralegals	\$115 - \$230
Law Clerks	\$ 60 - \$120

3. I arranged to have McDonald Hopkins' computer database of client matters searched to determine if McDonald Hopkins has or has had any relationship with the Debtor's officers and directors, the Debtor's top 20 unsecured creditors, the Debtor's equity security holders, the Debtor's other professionals, and the Debtor's secured lenders. The names and entities that McDonald Hopkins searched for conflicts are disclosed on Schedule 1 attached hereto and incorporated herein by reference.

4. Based upon the foregoing search, I have determined that:

- a. McDonald Hopkins does represent certain of the Debtors' secured creditors: General Electric Capital Corporation, Shared Imaging LLC, Wells Fargo, Equipment Finance, Inc., Wells Fargo Bank National Association, as Successor Trustee, and Equipment Finance. A summary of McDonald Hopkins' present or former representation of these secured creditors is set forth on Schedule 2, attached hereto.
- b. McDonald Hopkins does not represent any of the Debtor's officers and directors.
- c. McDonald Hopkins does not represent any party in significant litigation with the Debtor.
- d. McDonald Hopkins does not represent any creditor of the Debtor in matters relating to the Debtor. McDonald Hopkins does represent certain creditors of the Debtor and other parties in interest in matters unrelated to

the Debtor, the Debtor's reorganization case, or such entities' claims against the Debtor, as disclosed on Schedule 2.

5. Except as noted above, neither I, McDonald Hopkins, nor the other member or associates thereof, insofar as I have been able to ascertain, hold or represent an interest adverse to the Debtor or its estate. Insofar as I have been able to ascertain, other than in connection with this chapter 11 case, McDonald Hopkins has no connection (defined as a professional relationship) with the Debtor's creditors, its respective attorneys or accountants, the United States Trustee, any other person with actual or potential interest in this chapter 11 case, or persons employed thereby, except that, from time to time, McDonald Hopkins may have represented certain of the Debtor's creditors and other parties in interest, or interests adverse to such creditors and other parties in interest, in matters unrelated to the Debtor and its chapter 11 case. Accordingly, McDonald Hopkins is a "disinterested person" within the meaning of sections 101(14) and 327 of the Bankruptcy Code.

6. No promises have been received by McDonald Hopkins or any member or associate thereof as to compensation or reimbursement of expenses in connection with the Debtor's chapter 11 case. McDonald Hopkins has no agreement with any other entity to share with such entity any compensation received, nor will any be made, except as permitted under section 504(b)(1) of the Bankruptcy Code.

7. In the twelve months prior to the filing of this chapter 11 cases, the Debtor paid to McDonald Hopkins a "replenishing" retainer in the aggregate amount of \$102,947 for legal services performed, or to be performed, in contemplation of the Debtor's chapter 11 case. As of Petition Date, McDonald Hopkins does not hold a retainer.


8. The proposed employment of McDonald Hopkins is not prohibited by, or improper under, Bankruptcy Rule 5002. McDonald Hopkins and the professionals it employs are qualified to represent the Debtor in the matters for which McDonald Hopkins is proposed to be employed.

9. McDonald Hopkins intends to apply to the Court for payment of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules of this Court and pursuant to any additional procedures that may be established by the Court in this case.

10. For the reasons set forth above, I and the other attorneys employed by McDonald Hopkins are qualified to act as counsel for the Debtor. Neither I, McDonald Hopkins, nor any member or associate thereof will, while employed by the Debtor, represent in connection with the Debtor's chapter 11 case any other entity holding an interest adverse to the Debtor or its estate. McDonald Hopkins will, in all likelihood, continue to have professional relationships with certain creditors of the Debtor in matters unrelated to this chapter 11 case.

11. McDonald Hopkins has instituted and is carrying on further inquiries of its members and associates with respect to the matters contained herein. McDonald Hopkins will file supplemental statements regarding this retention if any additional relevant information comes to its attention.

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 14th day of October, 2010.



Paul W. Linehan

TWIN CITY HOSPITAL

SCHEDULE 1 – INTERESTED PARTIES

The Debtor

Twin City Hospital

The Debtor's Officers and Trustees

Douglas J. Ross, Sr., Chairman of the Board
Fred Bollon
Rod Rafeal
Carol Hoffman
Allen English
Beth Johnson

Tim McKnight, MD
Perriann McCoy
Darrell Pancher
John Rypien
Rev. Bill Surber

The Debtor's Professionals

McDonald Hopkins LLC
Quorum Health Resources, LLC

The Debtor's Prepetition Secured Creditors, including Parties with Filed UCC Statements

AmeriSourceBergen Drug Corporation
Baxter HealthCare Corporation
Celtic Leasing Corp.
Dade Behring Financial Services
General Electric Capital Corporation
Key Equipment Finance Inc.

Shared Imaging LLC
The Commercial & Savings Bank
Wells Fargo Bank National Association, as Successor
Trustee
Wells Fargo Equipment Finance, Inc.
Winthrop Resources Corporation

The Debtor's List of 20 Largest Unsecured Creditors

American Healthcare Solutions
CPSI
Arnett & Foster
King's Medical Company
Sleepmed
GE Healthcare Fin. Services
Aultcare
Oxford Capital Enterprises
Ohio Dept Of Job And Family Service.
Hospitalist Group Of Ohio

Beckman Coulter
Ohio Insurance
Nighthawk Radiology
Quest Diagnostics
Winthrop Resource Corp.
Siemens Healthcare Diagnostics
Midwest Ultrasound
Mercy Medical Center
GE Healthcare IITS LLC
Toshiba American Medical Systems

Parties to Litigation Against the Debtor

Canton Aultman Emergency Physicians, Inc

SCHEDULE 2

SCHEDULE OF INTERESTED PARTIES AND RELATIONSHIP TO DEBTOR AND McDONALD HOPKINS

Party in Interest	Relationship to Debtor	Relationship to McDonald Hopkins
General Electric Capital Corporation	Secured lender with respect to certain equipment financing	McDonald Hopkins previously represented The General Electric Company and General Electric Capital Corporation in tax matters unrelated to the Debtor or its 11 case McDonald Hopkins represents.
GE Healthcare Fin. Services	One of the Largest Unsecured Creditors	
GE Healthcare IITS LLC	One of the Largest Unsecured Creditors	
Key Equipment Finance Inc.	Secured lender with respect to certain equipment financing	McDonald Hopkins previously represented Keybank National Association and Key Bank, Key Bank, Trustee, and Key/Corp/Chubb Insurance Group, affiliates of Key National Association, in corporate and lending matters unrelated to the Debtor or its chapter 11 case.
Wells Fargo Bank National Association, as Successor Trustee	Master Trustee under Master Trust Agreement	McDonald Hopkins represents Wells Fargo Bank N.A., in corporate lending matters. These matters are unrelated to the Debtor or its chapter 11 case. McDonald Hopkins also previously represented Wells Fargo Home Mortgage in certain litigation matters, and Wells Fargo Business Credit in various corporate matters unrelated to the Debtor or its chapter 11 case.
Wells Fargo Financial Leasing, Inc.	Secured lender for certain equipment financing	
Shared Imaging LLC	Secured lender with respect to certain equipment financing	McDonald Hopkins previously represented Shared Imaging LLC in corporate matters unrelated to the Debtor or its chapter 11 case
Mercy Medical Center	One of the Largest Unsecured Creditors	McDonald Hopkins represents Mercy Medical Center in health law matters unrelated to the Debtor and its chapter 11 case.